

Exhibit C



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cover sheet

Date: September 13, 2000

To: Mark Glasson, Sr. Account Manager
North American Sales
Siemens Automotive
4865 Investment Drive
Troy, Michigan 48098

Michel Poulet, Manager – Bus. Dev.
Siemens Automotive S.A.
Automotive Systems / Chassis Systems
BP 1149
Avenue du Mirail
31036 Toulouse, Cedex, France

From: Darrell Lewis



c: Brigitte Shepherd-Colter
Brian Thompson

Attn:sh.

Delphi Energy & Chassis Systems
2000 Forre Blvd., Kettering, Ohio 45420

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Pg 3 of 3

DELPHI E.C. PURC

P.2/3 001

DELPHI

Automotive Systems

NOMINATION LETTER

August 2, 2000

Siemens Automotive
4685 Investment Drive
Troy, MI 48098
Attn: Michael Tramutolo

Re: ABS & Controlled Suspension Business

Dear Mike:

On behalf of Delphi Global Purchasing, I am pleased to inform you that Siemens has been selected as the supplier for the DEC7.4 ABS & Controlled Suspension business to Delphi E & C for the Model Years 2004 through 2008. This decision was based, in part, on your final quote and pricing matrix and your technical presentations.

We continue to disagree with your flash price quotation. The incremental market price for flash is \$1.00 and our expectation is that Siemens will continue to work to meet this goal, or offset the difference through reductions in other areas of the ECU. Delphi will work with Siemens to help meet these market prices. Additionally, this nomination is contingent upon Siemens' acceptance of service part pricing for three years after regular production ends including part delivery as required, not through a one-time buy.

Provided that Siemens participation in all future pre-production programs is satisfactory and that your company is able to meet or exceed the agreed upon terms for service, quality, technology, price, investment/tooling and timing, we intend to execute (sign) the long term contract already agreed to with Siemens on those programs.

We appreciate the level of commitment which Siemens have shown to date, and look forward to working with you.

Sincerely,

Brigitte Shepherd-Colter
 Brigitte Shepherd-Colter
 Sr. Electrical Buyer - ABS
 Delphi E & C

Brian Thompson / BSC
 Brian R. Thompson
 Sr. Electrical Buyer - Suspension
 Delphi E & C

CC: Durrell Lewis